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ATTORNEYS FOR HEWLETT-PACKARD COMPANY
AND HP ENTERPRISE SERVICES, LLC

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

RESIDENTIAL CAPITAL, LLC, *et al.*,

Debtors.

Case No. 12-12020 (MG)

Chapter 11
Jointly Administered

**OBJECTION OF HEWLETT-PACKARD COMPANY AND HP ENTERPRISE
SERVICES, LLC TO THE DEBTORS' PROPOSED ASSUMPTION AND ASSIGNMENT
OF EXECUTORY CONTRACTS**

Hewlett-Packard Company and HP Enterprise Services, LLC (collectively "**HP**") hereby file this Objection (the "**Objection**") to the *Notice of (I) Debtors' Intent to Assume and Assign Certain Executory Contracts, Unexpired Leases of Personal Property, and Unexpired Leases of Nonresidential Real Property and (II) Cure Amounts Related Thereto* [docket no. 924] (the "**Notice of Assumption and Assignment**") pursuant to that *Order Under 11 U.S.C. §§ 105, 363(b) and 365 (I) Authorizing and Approving Sale Procedures, Including Payment of Break-Up Fees; (II) Scheduling Bid Deadline, Auction (If Necessary) and Sale Hearing; (III) Establishing Assumption and Assignment Procedures, Including Procedures for Fixing Cure Amounts; and*

IV) Establishing Notice Procedures and Approving Forms of Notice [docket no. 538] (the “**Procedures Order**”) and state as follows.¹

PROCEDURAL BACKGROUND

1. On May 14, 2012, the Debtors filed the *Motion Pursuant to 11 U.S.C. §§ 105, 363(b), (f), and (m), 365 and 1123, and Fed R. Bankr.P.2002, 6004, 6006, and 9014 for Orders: (A)(I) Authorizing and Approving Sale Procedures, Including Break-Up Fee and Expense Reimbursement; (II) Scheduling Bid Deadline and Sale Hearing; (III) Approving Form and Manner of Notice Thereof; and (IV) Granting Related Relief and (B)(I) Authorizing the Sale of Certain Assets Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (II) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases Related Thereto; and (IV) Granting Related Relief* [docket no. 61] (the “**Sale Motion**”). The Sale Motion sought, among other things, the authorization and approval of certain proposed procedures (the “**Sale Procedures**”) with respect to two proposed sales of the Debtors’ assets.

2. On June 28, 2012, the Court entered the Procedures Order authorizing and approving the Sale Procedures.

3. Pursuant to the Procedures Order, on July 27, 2012, the Debtors filed the Notice of Assumption and Assignment. Attached to the Notice Assumption and Assignment are three exhibits each of which contains a separate schedule of executory contracts or unexpired leases

¹ Capitalized terms not otherwise defined herein shall have the same meaning given to such terms in the Sale Motion, the Procedures Order or the Notice of Assumption and Assignment.

proposed to be assumed and assigned in connection with the Debtors' proposed sale of assets to Nationstar.²

4. Exhibit 2 to the Notice of Assumption and Assignment is the schedule entitled "Vendor Contracts Schedule" ("Exhibit 2"). Exhibit 2 contains a number of line items which designate HP as the counterparty to certain alleged executory contracts among the Debtors and HP that the Debtors are proposing to assume and assign.

5. HP hereby files this Objection objecting to the proposed assumption and assignment of alleged executory contracts between the Debtors and HP as set forth in Exhibit 2 for the following reasons: (i) certain of the line items in Exhibit 2 describe contracts between the Debtors and HP that had expired and/or were terminated long before the Debtors' Petition Date and thus cannot be assumed and assigned; (ii) certain of the line items in Exhibit 2 that designate HP as a counterparty do not provide sufficient information for HP to identify the particular contracts that the Debtors are proposing to assume and assign; and (iii) certain of the line items in Exhibit 2 may be, although it is unclear, referring to that certain *HP Pay Per Use for Imaging and Printing Services Agreement*, and to the extent the Debtors seek to assume and assign the *HP Pay Per Use for Imaging and Printing Services Agreement*, HP objects to the cure amount for the *HP Pay Per Use for Imaging and Printing Services Agreement* set forth in Exhibit 2.

² HP reserves all rights to file further objections to the proposed assumption and assignment of its executory contracts, as provided in the Procedures Order, in the event that Nationstar is not the proposed assignee of such executory contracts.

**OBJECTIONS OF HP TO PROPOSED ASSUMPTION AND ASSIGNMENT OF
EXECUTORY CONTRACTS**

A. Exhibit 2 Proposes to Assume and Assign Expired or Terminated Contracts

6. Certain of the line items in Exhibit 2 designating HP as a counterparty to a contract are describing contracts between the Debtors and HP that had expired and/or were terminated long before the Debtors' Petition Date. Attached hereto as **Attachment A** is a copy of the relevant page of Exhibit 2 with the line items referring to the expired or terminated HP contracts highlighted.³

7. Because the HP contracts described in Attachment A hereto had expired or were terminated long before the Debtors' Petition Date, such contracts cannot be assumed or assigned as neither the Debtors nor HP were performing pursuant to such contracts as of the Petition Date, and since there are no longer obligations remaining to perform under those expired or terminated contracts. HP therefore objects to the proposed assumption and assignment of those contracts highlighted in Attachment A.

B. Exhibit 2 Does Not Contain Adequate Information for HP to Identify the Particular Contracts the Debtors Are Seeking to Assume and Assign

8. Exhibit 2 contains line items designating HP as the counterparty to certain contracts but the line items and the Debtors' descriptions therein do not contain adequate information for HP to identify the particular contracts the Debtors are proposing to assume and

³ The line items highlighted in the particular page of Exhibit 2 included in Attachment A designate "Electronic Data Systems Corporation" as the counterparty. Electronic Data Systems Corporation ("**EDS**") was acquired by Hewlett-Packard Corporation on or about August 26, 2008. After the acquisition, EDS changed its name to HP Enterprise Services, LLC.

assign.⁴ Attached hereto as **Attachment B** are the relevant pages of Exhibit 2 containing the line items designating HP as the counterparty but each line item fails to provide adequate information to clearly identify the specific contract proposed to be assumed and assigned.

9. Without adequate information for HP to determine which contracts among the Debtors and HP that the Debtors are referencing in each of the line items, HP cannot determine whether any basis exists to object to the proposed assumption and assignment or to correctly articulate the amount of the cure. HP therefore hereby objects to the proposed assumption and assignment of the alleged executory contracts between the Debtors and HP highlighted in Attachment B hereto.

C. HP Pay Per Use for Imaging and Printing Services Agreement

10. Exhibit 2, page 28 of 81, lines 28-33, are references to alleged executory contracts with HP relating to “printers & services” and a “print program.”

11. Based on the references to the words “printers” and/or “print”, HP assumes without confirmation that the contracts that the Debtors are attempting to identify in lines 28-33 may be the one contract entitled *HP Pay Per Use for Imaging and Printing Services Agreement*, dated March 17, 2005, executed by GMAC Mortgage Corporation and Hewlett-Packard Company (the “**Image and Print Agreement**”). Attached hereto as Attachment C is Exhibit 2, page 28, with lines 28-33 highlighted.

⁴ Each reference to an alleged executory contract with HP as counterparty, as highlighted in Attachment B, fails to provide, *inter alia*, the title of the contract, the parties to the contract, the term of the contract, or any other relevant information from which it can be determined if such contract is in fact an executory contract by and among HP and one or more of the Debtors. Further, each and every contract identified by the Debtor on Exhibit 2 and highlighted in Attachment B lists the cure obligation as \$0. Thus the Debtors have not given sufficient information to identify such contracts.

12. To the extent the references on Exhibit 2, page 28, lines 28-33 are meant to collectively indicate the Debtors' proposed assumption and assignment of the Image and Print Agreement, HP objects to the assumption and assignment thereof on the basis that the cure amount is not accurately stated.

13. As of the Petition Date, the amount due and owing by the Debtors to HP pursuant to the Image and Print Agreement was \$356,708.79 (the "**Image and Print Cure Amount**"). HP hereby objects to the assumption and assignment of the Image and Print Agreement unless the Image and Print Cure Amount has been paid in full. Attached hereto as Exhibit D is a statement of account in support of the Image and Print Cure Amount.

14. To the extent Exhibit 2, page 28, lines 28-33 do not collectively refer to the Image and Print Agreement, HP hereby objects to the assumption and assumption of the contracts referred to in lines 28-33 on the same basis as set forth in Paragraphs 8 and 9 hereinabove.

D. Reservation of Rights

15. As set forth above, HP objects to the assumption and assignment of those contracts set forth in Exhibit 2 to which HP is designated as the counterparty to the extent that HP is unable to clearly identify which contracts the Debtors are referring to due to a lack a adequate information describing the contracts.

16. To the extent that the Debtors hereafter provide additional information to identify the contracts with HP that the Debtors propose to assume and assign, HP hereby expressly reserve all of its rights to supplement this Objection, or file additional objections, on any basis, to the assumption and assignment of any such contracts with HP subsequently identified or added by the Debtors.

DATED: September 28, 2012

By: /s/ Michael D. Warner

Michael D. Warner, Esq.

**COLE, SCHOTZ, MEISEL, FORMAN &
LEONARD, P.A.**

301 Commerce Street, Suite 1700

Fort Worth, TX 76102

817-810-5250

817-810-5255 Facsimile

ATTORNEYS FOR HEWLETT-PACKARD COMPANY
AND HP ENTERPRISE SERVICES, LLC

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a true and correct copy of the above foregoing pleading and the attachments thereto have been served (1) on the individuals listed below by U.S.P.S First Class Mail and electronic mail, and (2) those parties registered for electronic notification, on this 28th day of September, 2012.

/s/ Michael D. Warner

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United States Trustee

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New York, NY 10004

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ATTACHMENT A

Debtor Entity	Contract Description	Surety Amount Preparation Obligations	Supplier - Common Supplier Counterparty	Address
GMAC Mortgage Corporation	Direct Hire - Mortgage Professionals	\$0.00	EGI Search	5335 Southwest Meadows Road, Suite 210, Lake Oswego, OR 97035
GMAC Mortgage Corporation	Direct Hire - Mortgage Professionals	\$0.00	EGI Search	5335 Southwest Meadows Road, Suite 210, Lake Oswego, OR 97035
Residential Funding Corporation	Engagement (08/15/05) EXHIBIT A	\$0.00	Elvia	3209 West 78th Street, Edina, MN 55435
Residential Funding Corporation	Resolution of Group Cancellation	\$0.00	El Conquistador Resort & Golden Door Spa	11981 Sw 144 Ct, Suite 201, Miami, FL 33186-8653
Residential Funding Corporation	MASTER SERVICES AGREEMENT	\$0.00	Electrical Reliability Services, Inc.	41630 W Louis Johnson Dr, Maricopa, AZ 85138
Residential Funding Corporation	EXHIBIT A - Engagement	\$0.00	Electrical Reliability Services, Inc.	41630 W Louis Johnson Dr, Maricopa, AZ 85138
Residential Funding Corporation	Service Contract for Information Technology and Related Services	\$0.00	Electronic Data Systems Corporation	4809 Nw 49 Rd, Tamarac, FL 33319
Residential Funding Corporation	TA 2004-103 TSC Incident Management Support	\$0.00	Electronic Data Systems Corporation	4809 Nw 49 Rd, Tamarac, FL 33319
Residential Funding Corporation	TRANSACTION AGREEMENT	\$0.00	Electronic Data Systems Corporation	4809 Nw 49 Rd, Tamarac, FL 33319
Residential Funding Corporation	TRANSACTION AGREEMENT	\$0.00	Electronic Data Systems Corporation	4809 Nw 49 Rd, Tamarac, FL 33319
Residential Funding Corporation	TRANSACTION AGREEMENT	\$0.00	Electronic Data Systems Corporation	4809 Nw 49 Rd, Tamarac, FL 33319
Residential Funding Corporation	Transaction Agreement - 2005-103	\$0.00	Electronic Data Systems Corporation	4809 Nw 49 Rd, Tamarac, FL 33319
Residential Funding Corporation	TA 2006-101 WebRoot SpySweeper Implementation and On-going support - US	\$0.00	Electronic Data Systems Corporation	4809 Nw 49 Rd, Tamarac, FL 33319
Homecomings Financial Network, Inc.	Doc Prep Forms	\$0.00	Electronic Laser Forms, Inc.	1100 Keo Way, Des Moines, IA 50309-1585
GMAC Mortgage, LLC	Extend Agreement on 300 Users	\$0.00	Element K	318 Shaker Lane, West Chester, PA 19380
GMAC Mortgage, LLC	MSA (07/27/11)	\$0.00	eLynx, Ltd	Two Crowne Point Ct, Suite 370, Cincinnati, OH 45241
GMAC Mortgage, LLC	Electronic document delivery via the eLynx web posting service	\$0.00	eLynx, Ltd	Two Crowne Point Ct, Suite 370, Cincinnati, OH 45241
GMAC Mortgage, LLC		\$0.00	eLynx, Ltd	Two Crowne Point Ct, Suite 370, Cincinnati, OH 45241
GMAC Mortgage, LLC		\$0.00	eLynx, Ltd	Two Crowne Point Ct, Suite 370, Cincinnati, OH 45241
GMAC Mortgage, LLC		\$0.00	eLynx, Ltd	Two Crowne Point Ct, Suite 370, Cincinnati, OH 45241
GMAC Mortgage, LLC		\$0.00	eLynx, Ltd	Two Crowne Point Ct, Suite 370, Cincinnati, OH 45241
GMAC Mortgage, LLC	Addendum 6 to Webposting Service Agreement	\$0.00	eLynx, Ltd	Two Crowne Point Ct, Suite 370, Cincinnati, OH 45241
GMAC Mortgage, LLC	Addendum 7 to Webposting Service Agreement	\$0.00	eLynx, Ltd	Two Crowne Point Ct, Suite 370, Cincinnati, OH 45241
GMAC Mortgage, LLC	Ditech SOW-electronic delivery of closing, loan application and disclosure documents; electronic signing of loan application and disclosure documents	\$0.00	eLynx, Ltd	Two Crowne Point Ct, Suite 370, Cincinnati, OH 45241
GMAC Mortgage, LLC	Retail SOW	\$0.00	eLynx, Ltd	Two Crowne Point Ct, Suite 370, Cincinnati, OH 45241
GMAC Mortgage, LLC	amendment to eLynx web posting services agreement	\$0.00	eLynx, Ltd	Two Crowne Point Ct, Suite 370, Cincinnati, OH 45241
GMAC Mortgage, LLC	Viewing tool for documents in Elynx system	\$0.00	eLynx, Ltd	Two Crowne Point Ct, Suite 370, Cincinnati, OH 45241

ATTACHMENT B

Debtor Entity	Contract Description	Current Amount Pre-Petition Obligations	Supplier - Common Supplier - Counterparty	Address
GMAC Mortgage Corporation	Direct Hire - Mortgage Professionals	\$0.00	EGI Search	5335 Southwest Meadows Road, Suite 210, Lake Oswego, OR 97035
GMAC Mortgage Corporation	Direct Hire - Mortgage Professionals	\$0.00	EGI Search	5335 Southwest Meadows Road, Suite 210, Lake Oswego, OR 97035
Residential Funding Corporation	Engagement (08/15/05) EXHIBIT A	\$0.00	Elvia	3209 West 78th Street, Edina, MN 55435
Residential Funding Corporation	Resolution of Group Cancellation	\$0.00	El Conquistador Resort & Golden Door Spa	11981 Sw 144 Ct, Suite 201, Miami, FL 33186-8653
Residential Funding Corporation	MASTER SERVICES AGREEMENT	\$0.00	Electrical Reliability Services, Inc.	41630 W Louis Johnson Dr, Maricopa, AZ 85138
Residential Funding Corporation	EXHIBIT A - Engagement	\$0.00	Electrical Reliability Services, Inc.	41630 W Louis Johnson Dr, Maricopa, AZ 85138
Residential Funding Corporation	Service Contract for Information Technology and Related Services	\$0.00	Electronic Data Systems Corporation	4809 Nw 49 Rd, Tamarac, FL 33319
Residential Funding Corporation	TA 2004-103 TSC Incident Management Support	\$0.00	Electronic Data Systems Corporation	4809 Nw 49 Rd, Tamarac, FL 33319
Residential Funding Corporation	TRANSACTION AGREEMENT	\$0.00	Electronic Data Systems Corporation	4809 Nw 49 Rd, Tamarac, FL 33319
Residential Funding Corporation	TRANSACTION AGREEMENT	\$0.00	Electronic Data Systems Corporation	4809 Nw 49 Rd, Tamarac, FL 33319
Residential Funding Corporation	TRANSACTION AGREEMENT	\$0.00	Electronic Data Systems Corporation	4809 Nw 49 Rd, Tamarac, FL 33319
Residential Funding Corporation	Transaction Agreement - 2005-103	\$0.00	Electronic Data Systems Corporation	4809 Nw 49 Rd, Tamarac, FL 33319
Residential Funding Corporation	TA 2006-101 WebRoot SpySweeper Implementation and On-going support - US	\$0.00	Electronic Data Systems Corporation	4809 Nw 49 Rd, Tamarac, FL 33319
Homecomings Financial Network, Inc.	Doc Prep Forms	\$0.00	Electronic Laser Forms, Inc.	1100 Keo Way, Des Moines, IA 50309-1585
GMAC Mortgage, LLC	Extend Agreement on 300 Users	\$0.00	Element K	318 Shaker Lane, West Chester, PA 19380
GMAC Mortgage, LLC	MSA (07/27/11)	\$0.00	eLynx, Ltd	Two Crowne Point Ct, Suite 370, Cincinnati, OH 45241
GMAC Mortgage, LLC	Electronic document delivery via the eLynx web posting service	\$0.00	eLynx, Ltd	Two Crowne Point Ct, Suite 370, Cincinnati, OH 45241
GMAC Mortgage, LLC		\$0.00	eLynx, Ltd	Two Crowne Point Ct, Suite 370, Cincinnati, OH 45241
GMAC Mortgage, LLC		\$0.00	eLynx, Ltd	Two Crowne Point Ct, Suite 370, Cincinnati, OH 45241
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GMAC Mortgage, LLC		\$0.00	eLynx, Ltd	Two Crowne Point Ct, Suite 370, Cincinnati, OH 45241
GMAC Mortgage, LLC	Addendum 6 to Webposting Service Agreement	\$0.00	eLynx, Ltd	Two Crowne Point Ct, Suite 370, Cincinnati, OH 45241
GMAC Mortgage, LLC	Addendum 7 to Webposting Service Agreement	\$0.00	eLynx, Ltd	Two Crowne Point Ct, Suite 370, Cincinnati, OH 45241
GMAC Mortgage, LLC	Ditech SOW-electronic delivery of closing, loan application and disclosure documents, electronic signing of loan application and disclosure documents	\$0.00	eLynx, Ltd	Two Crowne Point Ct, Suite 370, Cincinnati, OH 45241
GMAC Mortgage, LLC	Retail SOW	\$0.00	eLynx, Ltd	Two Crowne Point Ct, Suite 370, Cincinnati, OH 45241
GMAC Mortgage, LLC	amendment to eLynx web posting services agreement	\$0.00	eLynx, Ltd	Two Crowne Point Ct, Suite 370, Cincinnati, OH 45241
GMAC Mortgage, LLC	Viewing tool for documents in Elynx system	\$0.00	eLynx, Ltd	Two Crowne Point Ct, Suite 370, Cincinnati, OH 45241

Debtor Entity	Contract Description	Gross Amount Pre-Payment @ Obligations	Supplier - Common Supplier - Counterparty	Address
GMAC Mortgage Group, LLC	direct sourcing for foreclosure and bankruptcy	\$284.25	Harmon Law Offices	150 California St, Newton, MA 02461-0389
GMAC Mortgage, LLC	direct sourcing for foreclosure and bankruptcy	See Above	Harmon Law Offices	150 California St, Newton, MA 02461-0389
GMAC Mortgage, LLC	direct sourcing	See Above	Harmon Law Offices	150 California St, Newton, MA 02461-0389
GMAC Mortgage Group, LLC	SOW Change Order-Incident Escalation and Notification Guidelines	See Above	Harmon Law Offices	150 California St, Newton, MA 02461-0389
GMAC Mortgage, LLC	Change Order #2 - Statement of Work for Direct Sourcing of Foreclosure & Bankruptcy	See Above	Harmon Law Offices	150 California St, Newton, MA 02461-0389
GMAC Mortgage, LLC	Change Order #3 for default services (reports and service levels)	See Above	Harmon Law Offices	150 California St, Newton, MA 02461-0389
GMAC Mortgage, LLC	SOW to MSA	See Above	Harmon Law Offices	150 California St, Newton, MA 02461-0389
GMAC Mortgage Corporation	Direct Hire of Mortgage Professionals	See Above	Harmon Law Offices	150 California St, Newton, MA 02461-0389
GMAC Mortgage Corporation	Clarify referral on Statement of Work; One time payment for E. Hummel	\$0.00	Harwood & Harwood, Inc.	Po Box 1926, Blowing Rock, NC 28605
GMAC Mortgage Corporation	Market Research	\$0.00	Harwood & Harwood, Inc.	Po Box 1926, Blowing Rock, NC 28605
GMAC Mortgage Corporation	Market research; Incorporate updated SOW; Update confidentiality language	\$0.00	Hase Schannen Research Associates, Inc.	231 Clarksville Road, Po Box 2061, Princeton, NJ 8543
GMAC Mortgage Corporation	2nd Wave/GM Family Value proposition conjoint research	\$0.00	Hase Schannen Research Associates, Inc.	231 Clarksville Road, Po Box 2061, Princeton, NJ 8543
GMAC Mortgage, LLC	Amendment to add SOW dated 6.22	\$0.00	Hase Schannen Research Associates, Inc.	231 Clarksville Road, Po Box 2061, Princeton, NJ 8543
GMAC Mortgage, LLC	Total Rewards Credit Card Research 6-22-07	\$0.00	Hase Schannen Research Associates, Inc.	231 Clarksville Road, Po Box 2061, Princeton, NJ 8543
GMAC Mortgage Corporation	Modular office furniture (ordered through individual furniture dealer)	\$0.00	Haworth, Inc.	One Haworth Center, Holland, MI 49423
GMAC Mortgage Corporation	Modular office furniture (ordered through individual furniture dealer)	\$0.00	Haworth, Inc.	One Haworth Center, Holland, MI 49423
GMAC Mortgage, LLC	Extension of Furniture Agreement	\$0.00	Haworth, Inc.	One Haworth Center, Holland, MI 49423
GMAC-RFC	DATA SECURITY AND PRIVACY TERMS	\$0.00	Haynsworth Sinkler Boyd, PA	1201 Main Street, Suite 2200, Columbia, MD 29211-1889
GMAC Mortgage Corporation	Direct Hire staffing services for clerical/adm & sales personnel	\$0.00	Headway	1301 Dove Street, Suite 650, Newport Beach, CA 92660
GMAC Mortgage, LLC	Direct Hire - Adm/Sales Personnel	\$0.00	Headway	1301 Dove Street, Suite 650, Newport Beach, CA 92660
GMAC Mortgage Corporation	Direct Hire - Mortgage Professionals	\$0.00	Headway	1301 Dove Street, Suite 650, Newport Beach, CA 92660
GMAC Mortgage, LLC	I.T. asset disposal / destruction	\$0.00	Hesstech	45 Executive Ave, Edison, NJ 8817
GMAC Mortgage, LLC	Asset disposal services	\$0.00	Hesstech	45 Executive Ave, Edison, NJ 8817
GMAC-RFC	Master Lease Agreement between Compaq Capital Corporation n/a HPFS. Contract has been effective since 6/8/1998 but loaded in Ariba	\$13,695.57	HEWLETT PACKARD FINANCIAL SVCS	Po Box 402575, Atlanta, GA 30384
GMAC-RFC	Lease extension from 5/1/11 to 10/31/11 for certain products listed on the lease extension.	See Above	HEWLETT PACKARD FINANCIAL SVCS	Po Box 402575, Atlanta, GA 30384
GMAC-RFC	Amendment #1 to the Master Lease Agreement to change Compaq as Lessor to HPFS. Document not loaded in Ariba until now.	See Above	HEWLETT PACKARD FINANCIAL SVCS	Po Box 402575, Atlanta, GA 30384
Residential Funding Company, LLC	Master Lease Sch. # 100059000114	See Above	Hewlett-Packard Company	13207 Collections Center Dr, Chicago, IL 60693
GMAC Mortgage Corporation	Leased MFP printers & services	See Above	Hewlett-Packard Company	13207 Collections Center Dr, Chicago, IL 60693
GMAC Mortgage, LLC	Attachment A-SOW pilot printers	See Above	Hewlett-Packard Company	13207 Collections Center Dr, Chicago, IL 60693
GMAC Mortgage, LLC	add'l Try-HP printer units	See Above	Hewlett-Packard Company	13207 Collections Center Dr, Chicago, IL 60693
GMAC Mortgage, LLC	Enterprise SOW - fleet pricing	See Above	Hewlett-Packard Company	13207 Collections Center Dr, Chicago, IL 60693
GMAC Mortgage, LLC	Cherry Hill Pay Per Use Service	See Above	Hewlett-Packard Company	13207 Collections Center Dr, Chicago, IL 60693
GMAC Mortgage Corporation	Amendment 5 - Establish new pricing and products for the managed print program	See Above	Hewlett-Packard Company	13207 Collections Center Dr, Chicago, IL 60693

Debtor Entity	Contract Description	Gure Amount		Supplier - Common Supplier - Company	Address
		Pre-Petition	Post-Petition		
Residential Funding Corporation	SUPPORT AGREEMENT	See Above		Hewlett-Packard Company	13207 Collections Center Dr, Chicago, IL 60693
GMAC-RFC	2003 PURCHASE ORDER	See Above		Hewlett-Packard Company	13207 Collections Center Dr, Chicago, IL 60693
Residential Funding Corporation	MASTER LEASE AGREEMENT SCHEDULE NUMBER: 100059000088	See Above		Hewlett-Packard Company	13207 Collections Center Dr, Chicago, IL 60693
Residential Funding Company, LLC	Exhibit A for Lease Schedule 100	See Above		Hewlett-Packard Company	13207 Collections Center Dr, Chicago, IL 60693
Residential Funding Company, LLC	Exhibit A to Lease Schedule 101	See Above		Hewlett-Packard Company	13207 Collections Center Dr, Chicago, IL 60693
GMAC-RFC	SUPPORT ACCOUNT OVERVIEW - VM WARE 24X7 & 9X5	See Above		Hewlett-Packard Company	13207 Collections Center Dr, Chicago, IL 60693
Residential Capital, LLC		See Above		Hewlett-Packard Corporation	13207 Collections Center Dr, Chicago, IL 60693
GMAC-RFC	DATA SECURITY AND PRIVACY TERMS	\$0.00		Heyl Royster Voelker & Allen PC	124 Sw Adams St, Suite 600, Peoria, IL 61602-1352
GMAC-RFC	Data Security and Privacy Terms Agreement	\$0.00		Hiscock & Barclay LLP	One Park Place, 300 South State Street, Syracuse, NY 13212-3541
GMAC Mortgage Corporation	marking products, including self-inking stamps	\$0.00		Hitt Marking Devices	3231 W. Macarthur Blvd., Santa Ana, CA 92704
GMAC-RFC	DATA SECURITY AND PRIVACY TERMS	\$0.00		Hoagland, Fitzgerald, Smith, Pranañis	401 Market St, Alton, IL 62002-6257
Residential Funding Corporation	MARKETING SERVICES AGREEMENT	\$0.00		Hoffman Communications	2900 Washington Avenue North, Minneapolis, MN 55411
Residential Funding Company, LLC	WOE# 937 - Baier	\$0.00		Hollstadt & Associates Inc	14300 Nicollet Ct, Suite 301, Burnsville, MN 55306-8330
Residential Funding Company, LLC	WOE#695 03/09/07	\$0.00		Hollstadt & Associates Inc	14300 Nicollet Ct, Suite 301, Burnsville, MN 55306-8330
Residential Funding Corporation	Work Order Change Authorization Form	\$0.00		Hollstadt & Associates Inc	14300 Nicollet Ct, Suite 301, Burnsville, MN 55306-8330
GMAC-RFC	Work Order Change Authorization Form	\$0.00		Hollstadt & Associates Inc	14300 Nicollet Ct, Suite 301, Burnsville, MN 55306-8330
GMAC-RFC	Work Order Change Authorization Form	\$0.00		Hollstadt & Associates Inc	14300 Nicollet Ct, Suite 301, Burnsville, MN 55306-8330
Residential Funding Corporation	AMENDMENT TO THE MASTER SERVICES AGREEMENT WORK ORDER(S)	\$0.00		Hollstadt & Associates Inc	14300 Nicollet Ct, Suite 301, Burnsville, MN 55306-8330
Residential Funding Corporation	WOE-Kehmeier	\$0.00		Hollstadt & Associates Inc	14300 Nicollet Ct, Suite 301, Burnsville, MN 55306-8330
Residential Funding Corporation	Work Order Change Authorization Form	\$0.00		Hollstadt & Associates Inc	14300 Nicollet Ct, Suite 301, Burnsville, MN 55306-8330
GMAC Mortgage, LLC	Generator Maintenance	\$0.00		Holt Texas LTD	P.O. Box 911975, Dallas, TX 75391-1975
GMAC Mortgage, LLC	Consultant to facilitate and develop enterprise-wide policies.	\$0.00		HOME OWNERSHIP ADVANTAGE	2499 Hwy 6 And 50, Grand Junction, CO 81505
GMAC Mortgage, LLC	Pre-foreclosure property preservation.	\$0.00		Horne Telos, Inc	14651 Dallas Parkway, Suite 414, Dallas, TX 75254
GMAC-RFC	DATA SECURITY AND PRIVACY TERMS	\$0.00		Homer Bonner PA	1200 Four Seasons Tower, 1441 Brickell Avenue, Miami, FL 33131
GMAC Mortgage, LLC	Correspondent Acquisition Purchase and Sale Agreement	\$0.00		HomeView Lending, Inc.	5520 Commercenter Drive, Suite 200, Lake Forest, CA 92630
GMAC-RFC	DATA SECURITY AND PRIVACY TERMS	\$0.00		Honigman, Miller, Schwartz & Cohn	600 Woodward Ave., Suite 2290, Detroit, MI 48226
Residential Funding Corporation	Assetwise Compliance Engine Agreement	\$0.00		Honor State Bank	4821 Old National Rd E, Richmond, IN 47374
GMAC-RFC	Private Branding Approval Form	\$0.00		Honor State Bank	4821 Old National Rd E, Richmond, IN 47374
GMAC-RFC	DATA SECURITY AND PRIVACY TERMS	\$0.00		Hoover Slovacek LLP	San Felipe Plaza 5847 San Felipe, Suite 2200, Houston, TX 77057
GMAC Mortgage, LLC	Home Affordable Modification (HAMP)	\$0.00		Hope Now Alliance	110 Virginia Drive, Fort Washington, PA 19034
Residential Funding Corporation	CONTRACTOR AGREEMENT	\$0.00		Howard Systems International	8400 Normandale Lake Blvd., Suite 310, Bloomington., MN 55437
GMAC Mortgage Corporation	GM Agreement not available -- MSA for all GM entities	\$0.00		HP ENTERPRISE SERVICES LLC	Po Box 281935, Atlanta, GA 30384
GMAC Mortgage, LLC	IT Services Agreement for GMACM	\$0.00		HP ENTERPRISE SERVICES LLC	Po Box 281935, Atlanta, GA 30384
GMAC Mortgage, LLC	EDS transition - Phase I	\$0.00		HP ENTERPRISE SERVICES LLC	Po Box 281935, Atlanta, GA 30384
Residential Capital, LLC		\$0.00		HP ENTERPRISE SERVICES LLC	Po Box 281935, Atlanta, GA 30384
GMAC Mortgage, LLC	To install, monitor and/or maintain systems defined in attached Schedules and SOWs	\$0.00		HSM Electronic Protection Services, Inc.	116 Corporate Boulevard, South Plainfield, NJ 07080
GMAC Mortgage, LLC	Monitoring Services	\$0.00		HSM Electronic Protection Services, Inc.	116 Corporate Boulevard, South Plainfield, NJ 07080

ATTACHMENT C

Debtor Entity	Contract Description	Contract Amount Re-Payment Obligations	Supplier - Common Supplier - Company	Address
GMAC Mortgage Group, LLC	direct sourcing for foreclosure and bankruptcy	\$284.25	Harmon Law Offices	150 California St, Newton, MA 02461-0389
GMAC Mortgage, LLC	direct sourcing for foreclosure and bankruptcy	See Above	Harmon Law Offices	150 California St, Newton, MA 02461-0389
GMAC Mortgage, LLC	direct sourcing	See Above	Harmon Law Offices	150 California St, Newton, MA 02461-0389
GMAC Mortgage Group, LLC	SOW Change Order-Incident Excavation and Notification Guidelines	See Above	Harmon Law Offices	150 California St, Newton, MA 02461-0389
GMAC Mortgage, LLC	Change Order #2 - Statement of Work for Direct Sourcing of Foreclosure & Bankruptcy.	See Above	Harmon Law Offices	150 California St, Newton, MA 02461-0389
GMAC Mortgage, LLC	Change Order #3 for default services (reports and service levels).	See Above	Harmon Law Offices	150 California St, Newton, MA 02461-0389
GMAC Mortgage, LLC	SOW to MSA	See Above	Harmon Law Offices	150 California St, Newton, MA 02461-0389
GMAC Mortgage Corporation	Direct Hire of Mortgage Professionals	See Above	Harmon Law Offices	150 California St, Newton, MA 02461-0389
GMAC Mortgage Corporation	Clarify referral on Statement of Work; One time payment for E. Hummel	\$0.00	Harwood & Harwood, Inc.	Po Box 1926, Blowing Rock, NC 28605
GMAC Mortgage Corporation	Market Research	\$0.00	Harwood & Harwood, Inc.	Po Box 1926, Blowing Rock, NC 28605
GMAC Mortgage Corporation	Market research; Incorporate updated SOW; Update confidentiality language	\$0.00	Hase Schannen Research Associates, Inc.	231 Clarksville Road, Po Box 2061, Princeton, NJ 8543
GMAC Mortgage Corporation	2nd Wave/GM Family Value proposition conjoint research	\$0.00	Hase Schannen Research Associates, Inc.	231 Clarksville Road, Po Box 2061, Princeton, NJ 8543
GMAC Mortgage, LLC	Amendment to add SOW dated 6.22	\$0.00	Hase Schannen Research Associates, Inc.	231 Clarksville Road, Po Box 2061, Princeton, NJ 8543
GMAC Mortgage, LLC	Total Rewards Credit Card Research 6-22-07	\$0.00	Hase Schannen Research Associates, Inc.	231 Clarksville Road, Po Box 2061, Princeton, NJ 8543
GMAC Mortgage Corporation	Modular office furniture (ordered through individual furniture dealer)	\$0.00	Haworth, Inc.	One Haworth Center, Holland, MI 49423
GMAC Mortgage Corporation	Modular office furniture (ordered through individual furniture dealer)	\$0.00	Haworth, Inc.	One Haworth Center, Holland, MI 49423
GMAC Mortgage, LLC	Extension of Furniture Agreement	\$0.00	Haworth, Inc.	One Haworth Center, Holland, MI 49423
GMAC-RFC	DATA SECURITY AND PRIVACY TERMS	\$0.00	Haynsworth Sinkler Boyd, PA	1201 Main Street, Suite 2200, Columbia, MD 29211-1889
GMAC Mortgage Corporation	Direct Hire staffing services for clerical/adm & sales personnel	\$0.00	Headway	1301 Dove Street, Suite 650, Newport Beach, CA 92660
GMAC Mortgage, LLC	Direct Hire - Adm/Sales Personnel	\$0.00	Headway	1301 Dove Street, Suite 650, Newport Beach, CA 92660
GMAC Mortgage Corporation	Direct Hire - Mortgage Professionals	\$0.00	Headway	1301 Dove Street, Suite 650, Newport Beach, CA 92660
GMAC Mortgage, LLC	I.T. asset disposal / destruction	\$0.00	Hesstech	45 Executive Ave, Edison, NJ 8817
GMAC Mortgage, LLC	Asset disposal services	\$0.00	Hesstech	45 Executive Ave, Edison, NJ 8817
GMAC-RFC	Master Lease Agreement between Compaq Capital Corporation n/k/a HPFS. Contract has been effective since 6/8/1998 but loaded in Ariba.	\$13,695.57	HEWLETT PACKARD FINANCIAL SVCS	Po Box 402575, Atlanta, GA 30384
GMAC-RFC	Lease extension from 5/1/11 to 10/31/11 for certain products listed on the lease extension.	See Above	HEWLETT PACKARD FINANCIAL SVCS	Po Box 402575, Atlanta, GA 30384
GMAC-RFC	Amendment #1 to the Master Lease Agreement to change Compaq as Lessor to HPFS. Document not loaded in Ariba until now.	See Above	HEWLETT PACKARD FINANCIAL SVCS	Po Box 402575, Atlanta, GA 30384
Residential Funding Company, LLC	Master Lease Sch. # 100059000114	See Above	Hewlett-Packard Company	13207 Collections Center Dr, Chicago, IL 60693
GMAC Mortgage Corporation	Leased MFP printers & services	See Above	Hewlett-Packard Company	13207 Collections Center Dr, Chicago, IL 60693
GMAC Mortgage, LLC	Attachment A-SOW pilot printers	See Above	Hewlett-Packard Company	13207 Collections Center Dr, Chicago, IL 60693
GMAC Mortgage, LLC	addtl Try-HP printer units	See Above	Hewlett-Packard Company	13207 Collections Center Dr, Chicago, IL 60693
GMAC Mortgage, LLC	Enterprise SOW - fleet pricing	See Above	Hewlett-Packard Company	13207 Collections Center Dr, Chicago, IL 60693
GMAC Mortgage, LLC	Cherry Hill Pay Per Use Service	See Above	Hewlett-Packard Company	13207 Collections Center Dr, Chicago, IL 60693
GMAC Mortgage Corporation	Amendment 5 - Establish new pricing and products for the managed print program	See Above	Hewlett-Packard Company	13207 Collections Center Dr, Chicago, IL 60693

ATTACHMENT D

**HP Pay Per Use for Imaging and Printing Services
Cure Amount Statement of Account**

Inv Ref	Doc Date	Amount	Inv. Coverage	Rescap Pre	Rescap Post
7118878	4/27/2012	\$ 135,553.69	03/01/2012 - 03/31/2012	\$ 135,553.69	
7120302	5/30/2012	\$ 148,240.99	4/1/2012 - 4/30/2012	\$ 148,240.99	
7121464	6/27/2012	\$ 127,183.76	5/1/2012-5/31/2012	\$ 53,335.09	\$ 73,848.58
300274585	1/5/2012	\$ (3,798.73)	09/01/2011 - 09/30/2011	\$ (3,798.73)	
66932131	12/20/2011	4456.04	11/01/2011 - 11/30/2011	\$ 4,456.04	
67189538	4/27/2012	4315.1	03/01/2012 - 03/31/2012	\$ 4,315.10	
67247749	5/30/2012	4000.96	04/01/2012 - 04/30/2012	\$ 4,000.96	
67297517	6/27/2012	2327.32	5/1/2012-5/31/2012	\$ 975.97	\$ 1,351.35
67297518	6/27/2012	3765.88	5/1/2012-5/31/2012	\$ 1,579.24	\$ 2,186.64
67297519	6/27/2012	\$ 19,197.20	5/1/2012-5/31/2012	\$ 8,050.44	\$ 11,146.76
				\$ 356,708.79	\$ 88,533.33